

Exhibit 10

This is a filing under the PTC 220 MHz licenses. E.g., see here:

<http://wireless2.fcc.gov/UlsApp/ApplicationSearch/applAdmin.jsp?applID=5272417#>

Go to Admin tab, the to Attachments.

This exhibit shows that PTC-220 LLC obtained the spectrum for sole purpose of PTC implementation and that it would make it available for "other railroads" to use. Skytel has shown that the 220-220 MHz spectrum that PTC-220 LLC holds is sufficient to meet PTC-220 LLC's PTC needs and that of SCRRRA. In fact, Amtrak, NJ Transit, and other passenger railroads, with much heavier usage, are only requesting 100 to 150 kHz of spectrum for PTC. This begs the question of why SCRRRA insists on needing the AMTS spectrum in the first place, and in the second, why it needs 1 MHz for PTC.

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Description of Transaction and Public Interest Statement

Background. PTC-220, LLC ("PTC-220") is the licensee of twelve 220 MHz licenses which were obtained for the purpose of coordinating the development and deployment of positive train control ("PTC") systems. As the Wireless Telecommunications Bureau (the "Bureau") recognized in granting a five-year extension of PTC-220's build-out obligations in June 2009, PTC systems have "the capability to dramatically improve railroad safety by preventing train-to-train collisions, enforcing speed limits, and protecting roadway workers working near trains, among other things."¹ The Rail Safety Improvement Act of 2008 requires the railroad industry to deploy PTC systems by December 31, 2015.²

Description of transaction. PTC-220 seeks Commission consent for a proposed transfer of control. PTC-220 is currently owned equally by its two members, Ekanet, Inc. ("Ekanet"), an indirect wholly owned subsidiary of Union Pacific Corporation, and Norfolk Southern Railway Company ("NSRC"), a wholly owned subsidiary of Norfolk Southern Corporation ("Norfolk Southern"). Both Ekanet and NSRC share negative control of PTC-220. Under the proposed transaction, two new members will be added to PTC-220: CSXT Intellectual Properties Corporation, an indirect wholly owned subsidiary of CSX Corporation, and BNSF Spectrum, Inc., a wholly owned subsidiary of BNSF Railway Company. After consummation, each of the four member railroads will hold an equal 25% interest in PTC-220, and no member will hold a controlling interest.

Timely implementation of PTC. Included as a condition in its 2009 Waiver Order granting an extension of PTC-220's build-out deadlines, the Bureau required that any application for transfer or assignment of the 220 MHz licenses include in an exhibit "a sufficient demonstration as to how the proposed transaction is fully consistent with PTC-220's statutory obligation for timely implementation of a PTC [system]."³ The instant transaction will greatly assist the timely implementation of PTC, a key element of which is nationwide interoperability among all railroad users. With the addition of the two new members, PTC-220 will be owned by the four largest railroads in the U.S., with tracks running through all regions of the country. PTC-220's spectrum assets, which include nationwide licenses, will be more efficiently used. Each member will have access to spectrum, through lease agreements, in its operating region,

¹ Request of PTC-220, LLC for Waivers of Certain 220 MHz Rules, Memorandum Opinion and Order, 24 FCC Rcd 8537 (2009) ("Waiver Order") at ¶ 13.

² See Rail Safety Improvement Act, 122 Stat. 4848.

³ Waiver Order at ¶ 17.

It is misleading for anyone with an iota of knowledge of modern wireless to suggest that for "interoperability" one needs the same spectrum. THE OPPOSITE applies: FIRST one must have good spectrum for each geo area and purpose-- and that is NOT the same frequency range and quantity-- THEN one gets radios that work on each band- simple. Very simple for big trains (even small commercial wireless devices do this).

Spectrum will be made available "to non-members, for PTC operations.", and "other railroads who would also use the PTC system".

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and these leases could serve as templates for other railroads who would also use the PTC system. Moreover, the additional capital being contributed to PTC-220 will enable it to obtain additional 220 MHz spectrum that will be pooled and shared by the members, as well as made available to non-members, for PTC operations. This transaction will help establish 220 MHz as the default spectrum band for the railroad industry's implementation of PTC. The members will be able to select more easily technologies and protocols that will be interoperable, and with the four largest railroads cooperating it is anticipated that others in the industry will more naturally embrace an "industry standard." Network construction will also proceed more quickly and efficiently, since the four railroads collectively will primarily be able to use their own facilities to cover the nationwide network, rather than having to obtain access to the facilities of numerous third parties with attendant delays and transaction costs. For these reasons, grant of the application would be in the public interest and would serve the Commission's statutory goal of "promoting safety of life and property through the use of wire and radio communications."⁴

Related agreement. Pursuant to a related agreement, eleven additional 220 MHz licenses will be assigned from BNSF Railway Company to PTC-220, which will increase the pool of spectrum available to all members for PTC purposes. (These licenses were recently obtained by BNSF from SMR Management, Inc.) Subject to the receipt of FCC approval for each transaction, it is the intent of the parties to consummate both transactions on the same day, or as closely as possible to one another.

New Norfolk Southern entity. As noted above, the current Norfolk Southern member of PTC-220 is NSRC. Concurrent with the proposed transfer of control, Norfolk Southern plans to designate a new wholly owned subsidiary, NS Spectrum Corporation ("NSSC"), to be the direct holder of its interest in PTC-220. This change is reflected in PTC-220's proposed FCC Form 602 ownership report.

Anticipated transfer of control of BNSF. BNSF currently has pending with the FCC various applications related to a proposed transaction under which it would become a wholly owned subsidiary of Berkshire Hathaway Inc.⁵ The proposed PTC-220 FCC Form 602 ownership report filed in connection with this application reports PTC-220's ownership based on the assumption that the BNSF transaction will be consummated prior to the transfer of control of PTC-220. Should the instant transaction close first, however, the indirect ownership chain of the BNSF member will be slightly different until the BNSF transaction closes.⁶

⁴ 47 U.S.C. § 151.

⁵ See ULS Lead File No. 0004026617.

⁶ Specifically, the ultimate parent entity of BNSF Spectrum, Inc. would be Burlington Northern Santa Fe Corporation.

Responses to Items 96-99. The licenses subject to this application will be used for private, internal purposes. As a result, items 96-99 on the Form 603 are inapplicable. To the best of applicant's knowledge, however, the responses provided to items 96-99 are accurate.